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December 13, 2011

**MEMO ENDORSED**

**By Hand Delivery**

Hon. Denise L. Cote  
United States District Judge  
United States Courthouse  
500 Pearl Street, Courtroom 11B  
New York, NY 10007-1312

*In re Application of the Cromwell Group, Inc., et al., 10 Civ. 167(DLC)  
related to U.S. v. Am. Soc'y of Composers, Authors and Publishers, 41 Civ. 1395 (DLC)*

Dear Judge Cote:

We represent the American Society of Composers, Authors and Publishers ("ASCAP") in the above-referenced rate court proceeding. We write on behalf of ASCAP and Mr. Rich and the Radio Music License Committee to request that the hearing on the proposed settlement in this proceeding—currently scheduled for December 15, 2011 at 2:30 p.m.—be adjourned to allow the parties additional time to finalize the necessary agreements and submit a proposed final order.

On November 17, 2011, I wrote to the Court to advise that the parties had reached a settlement in principle and were drafting the necessary documents to effectuate that proposed settlement. Although I am happy to report that the parties are making good progress and, indeed, expect to enter into a binding term sheet this week, the task of negotiating those complex documents has proven more time-consuming than anticipated.

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12/14/2011

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Hon. Denise L. Cote

2

Because of the impending holidays, the need to give notice to the thousands of radio stations that will be bound by the settlement and to ensure that we do not need to burden the Court with a further request for adjournment, we write to request that the final hearing on the settlement be adjourned towards the end of January. Based on a discussion with Your Honor's courtroom deputy earlier today, I understand that January 27, 2012 at 3:00 p.m. is a time that is open and available on the Court's calendar.

Respectfully submitted,

Jay Cohen

cc: All counsel (via email)

Granted.

Denise Cote  
Dec. 14, 2011